

**\*ORDER E-FILED 5/11/2009\***

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Attorneys for Non Party KLA-Tencor Corporation

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN JOSE DIVISION

SECURITIES AND EXCHANGE  
COMMISSION,

*Plaintiff,*

v.

KENNETH L. SCHROEDER,

*Defendant.*

No. C 07 3798 JW

**STIPULATION AND ~~PROPOSED~~ ORDER  
EXTENDING THE TIME TO MEET AND  
CONFER AND SUBMIT A JOINT  
STIPULATION AND PROPOSED  
PROTECTIVE ORDER**

**STIPULATION**

WHEREAS, on April 27, 2009, Magistrate Judge Howard R. Lloyd issued an Order (“Order”) granting in part and denying in part defendant Kenneth L. Schroeder’s (“Schroeder”) motion to compel he filed against non-parties KLA-Tencor Corporation (“KLA”) and Skadden, Arps, Slate, Meagher & Flom (“Skadden”);

WHEREAS, Magistrate Judge Lloyd’s Order ordered Schroeder, the Securities and Exchange Committee (“SEC”), KLA and Skadden to meet and confer over the terms of a stipulation and file with the court a proposed Protective Order governing the production and protection of certain KLA and Skadden documents and information;

WHEREAS, Schroeder, KLA, Skadden and the SEC have met and conferred as ordered with Schroeder submitting the first draft for the parties’ consideration on April 29, 2009, and multiple draft stipulations and protective orders having been exchanged since that time; and

WHEREAS, the issues in this matter are complex and the parties have been unable thus far to reach an agreement on the final terms of a proposed Protective Order, but believe they can make further progress toward an agreement if provided with additional time to meet and confer over the remaining disputed issues;

**IT IS THEREFORE STIPULATED AND AGREED**, by and between Schroeder, the SEC, KLA and Skadden, through their respective counsel, as follows:

1. Schroeder, the SEC, KLA and Skadden will continue to meet and confer over the terms of a Stipulation and proposed Protective Order; and

2. Schroeder, the SEC, KLA and Skadden will either submit a joint Stipulation and proposed Protective Order or submit competing proposed Protective Orders for the Court’s consideration by May 15, 2009.

**IT IS SO STIPULATED AND AGREED.**

1 Dated: May 8, 2009

MORGAN, LEWIS & BOCKIUS LLP

2 By: /s/ Thomas R. Green

3 Thomas R. Green

4 Attorneys for non-party  
5 KLA-TENCOR CORPORATION

6  
7 Dated: May 8, 2009

DLA PIPER LLP (US)

8 By: /s/ Jeffrey B. Coopersmith

9 JEFFREY B. COOPERSMITH

10 Attorneys for Defendant  
11 KENNETH L. SCHROEDER

12  
13 Dated: May 8, 2009

SECURITIES AND EXCHANGE COMMISSION

14 By: /s/ Mark Fickes

15 Mark Fickes

16 Attorneys for Plaintiff  
17 SECURITIES AND EXCHANGE COMMISSION

18 Dated: May 8, 2009

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

19 By: /s/ Timothy A. Miller

20 Timothy A. Miller

21 Attorneys for non-party  
22 SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

**ATTESTATION PURSUANT TO GENERAL ORDER 45**

I, Thomas R. Green, attest that concurrence in the filing of this document has been obtained from each of the other signatories. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed this 8th day of May, 2009, in San Francisco, California.

/s/ Thomas R. Green  
Thomas R. Green

**ORDER**

IT IS HEREBY ORDERED, PURSUANT TO THE STIPULATION OF THE PARTIES, AS FOLLOWS:

1. Schroeder, the SEC, KLA and Skadden will continue to meet and confer over the terms of a Stipulation and proposed Protective Order; and
2. Schroeder, the SEC, KLA and Skadden will either submit a joint Stipulation and proposed Protective Order or submit competing proposed Protective Orders for the Court's consideration by May 15, 2009.

Pursuant to stipulation, **IT IS SO ORDERED.**

Dated: May 11, 2009

  
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HOWARD F. LLOYD  
United States Magistrate Judge